

# **EXHIBIT A**

AGENCY AGREEMENT

BETWEEN

**Speedmark Transportation Ltd.**

(hereinafter referred to as Speedmark)  
12 Floor, No. 201-18, Tunhua N. Road  
Taipei, Taiwan, 105 R.O.C.  
Telephone: + 886-2-2719 1818

AND

**EXPERT-LOG AGENCIAMENTO DE CARGAS NACIONAIS E INTERNACIONAIS LTDA**

(hereinafter referred to as Expert-Log)

AV. CANDIDO DE ABREU 776 – CJ 1301 – EDIFICO WORLD BUSINESS / CENTRO CIVICO – CURITIBA /  
PARANA – BRAZIL / CEP 80530-000 / CNPJ: 12.865.792/0001-46

Both parties agree on the following terms and conditions of cooperation or their international transportation business.

**A) Profit Share**

**1. AIRFREIGHT – PREPAID SHIPMENTS**

**EXPORT TO BRAZIL**

IF routed by Expert-Log – 50%/50% profit share,

IF routed by Speedmark, Export-Log will proceed with CREDIT at USD 50.00 to Speedmark.

**2. AIRFREIGHT – PREPAID SHIPMENTS**

**EXPORT FROM BRAZIL**

IF routed by Expert-Log, Speedmark will proceed with CREDIT at USD 35.00 to Expert-Log.

IF routed by Speedmark, 50%/50% profit share.

**3. AIRFREIGHT – COLLECT SHIPMENTS**

**EXPORT TO BRAZIL**

IF routed by Expert-Log, 50%/50% profit share,

IF routed by Speedmark, 50%/50% profit share

**4. AIRFREIGHT – COLLECT SHIPMENTS**

**EXPORT FROM BRAZIL**

If routed by EXPERT-LOG, 50%/50% profit share

If routed by Speedmark, 50%/50% profit share.

**5. OCEAN – PREPAID SHIPMENTS**

**EXPORT FROM BRAZIL**

If routed by Expert-Log, Speedmark will proceed with CREDIT at USD 25.00/shipment to Export-Log.

If routed by Speedmark, 50%/50% profit share.

**6. OCEAN – PREPAID SHIPMENTS**

**EXPORT TO BRAZIL**

If routed by Expert-Log, 50%/50% profit share

If routed by Speedmark, Expert-Log will proceed with CREDIT at USD 25.00/shipment to Speedmark.

**7. OCEAN – COLLECT SHIPMENTS**

**EXPORT FROM BRAZIL**

If routed by Expert-Log, 50%/50% profit share

If routed by Speedmark, 50%/50% profit share

**8. OCEAN – COLLECT SHIPMENTS**

**EXPORT TO BRAZIL**

If routed by EXPERT-LOG, 50%/50% profit share

If routed by Speedmark, 50%/50% profit share

**9. 3<sup>rd</sup>-Party-Involved Shipments:** any party who routes shipments will advise the profit shares in the shipping instructions in order to be clear before shipment is done.

**B) PAYMENT**

1. A monthly Statement should be sent before 20<sup>th</sup> of next month and the settlement of the balance should be made no later than the following month. In case of delay by either party, this party MUST keep the other party informed. If any party causes exchange loss due to delay, this party shall be responsible to absorb exchange loss.
2. Payment must be made in USD and using the account information provided by the profit-share department. (Except asked otherwise)

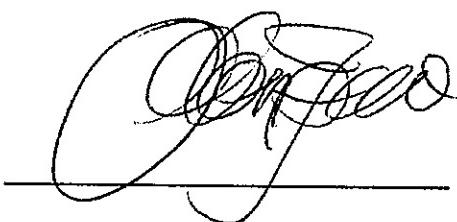
3. For all subjects related to profit share or statement settlement, Speedmark directs e-mails to [profit@expert-log.com](mailto:profit@expert-log.com) and [profit2@expert-log.com](mailto:profit2@expert-log.com).

**C) DURATION / VALIDITY**

This Agreement shall become effective from the date of its issuance, and has not validity until one of the parties decides to cancel it and a writing notification in 60 days advanced will be needed.

**D) ABRITRATION**

ANY/ALL disputes, that may arise between the parties from hereon, out of or in relation to or in connection with this agreement shall be finally settled by the arbitration to the rules of United States of America.



Odeon Tsao

Manager of Corporate Affairs

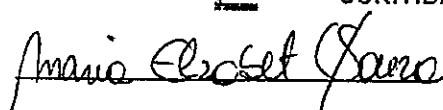
Speedmark Transportation Ltd.

Date:

12.865.792/0001-46

EXPERT-LOG AGECIAMENTO DE CARGAS  
NACIONAIS E INTERNACIONAIS LTDA

AV. CANDIDO DE ABREU, 776 - SALA 1301  
CENTRO CÍVICO - CEP 80530-000  
CURITIBA - PR

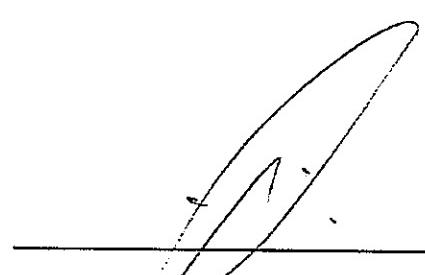


Maria Elizabeth Souza

Financial Director

EXPERT-LOG AGECIAMENTO DE CARGAS  
NACIONAIS E INTERNACIONAIS LTDA.

Date:

  
Witness: Francisco Ferraz Jr.

Int'l R. Manager

Date:

## APPENDIX

Speedmark overseas offices.

TAIWAN: SPEEDMARK TRANSPORTATION LTD.

(Taipei, Hsinchu, Taichung, Kaohsiung)

HONG KONG: SPEEDMARK TRANSPORTATION LTD.

CHINA: SPEEDMARK INTERNATIONAL, LTD.

(Shanghai, Qingdao, Shenzhen, Tianjin, Chongqing, Xiamen, Guangzhou, Ningbo,  
Beijing, Suzhou)

USA: SPEEDMARK TRANSPORTATION, INC.

(San Francisco, Los Angeles, Seattle, Boston, New York, Chicago, Dallas, Atlanta)

SINGAPORE: SPEEDMARK AIR TRANSPORTATION PTE LTD

SPEEDMARK CONSOLIDATION SERVICE PTE LTD

PHILIPPINES: SPEEDMARK PHILIPPINES INC. (Manila)

INDONESIA: PT.SPEEDMARK LOGISTIK INDONESIA

(Jarkata, Surabaya, Bandung)

THAILAND: SPEEDMARK TRANSPORTATION (THAILAND) CO., LTD.

MALAYSIA: SMT SPEED-MARK FORWARDERS (M) SDN. BHD.

(Kuala Lumpur, Penang, Port Klang, Johor Bahru)

SRI LANKA: SPEEDMARK TRANSPORTATION LANKA (PVT) LTD

VIETNAM: SPEEDMARK LOGISTICS COMPANY LTD

(Ho Chi Minh, Hanoi, Haiphong)

CAMBODIA: SPEEDMARK TRANSPORTATION (CAMBODIA) LTD.

MYANMAR: MYANMAR SPEEDMARK TRANSPORTATION LTD.

INDIA: PSAFL SPEEDMARK FORWARDING PVT. LTD.

(Delhi, Mumbai, Chennai, Bangalore, Hyderabad, Kolkata, Ahmedabad, Badra)

BANGLADESH: SPEEDMARK TRANSPORTATION (BD) LTD

(Dhaka, Chittagong)

KOREA: SPEEDMARK TRANSPORTATION KOREA LTD

THE NETHERLANDS: SPEEDMARK TRANSPORTATION B.V.

AUSTRALIA: SPEEDMARK AUSTRALIA PTY LTD

Expert-Log overseas offices.

BRASIL: EXPERT-LOG AGENCIAMENTO DE CARGAS NACIONAIS E INTERNACIONAIS LTDA.

USA: EXPERT-LOG LLC